

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

ROYAL INTERCO, LLC, *et al.*,
Debtors.¹

Chapter 11

Case No. 25-10674 (TMH)

Jointly Administered

**AMENDED² NOTICE OF AGENDA FOR HEARING SCHEDULED FOR
MAY 22, 2025, AT 10:00 A.M. (EASTERN TIME)**

This proceeding will be conducted in-person in courtroom 7. All counsel and witnesses are expected to attend unless permitted to appear remotely via Zoom. Please refer to Judge Horan's Chambers Procedures and the Court's website (<http://www.deb.uscourts.gov/ecourt-appearances>) for information on who may participate remotely, the method of allowed participation (video or audio), Judge Horan's expectations of remote participants, and the advance registration requirements.

Registration is required by 4:00 p.m. (ET) the business day prior to the scheduled hearing using the eCourt Appearances tool available on the Court's website.

RESOLVED MATTERS

1. Debtors' Application for Entry of an Order Authorizing Retention and Employment of Morris, Nichols, Arsht & Tunnell LLP as Bankruptcy Counsel for the Debtors *Nunc Pro Tunc* to the Petition Date ([D.I. 98](#), filed 4/25/25).

Objection Deadline: May 9, 2025, at 4:00 p.m. (ET).

Responses Received: None.

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal EIN, are as follows: Royal Interco, LLC (7913); Doubletree Paper Mills, L.L.C. (1830); Royal Paper, LLC (9937); and Sun Paper Company, LLC (7899). The Debtors' mailing address is 711 North 17th Avenue, Phoenix, AZ 85007.

² Amended items in **bold**.

Related Documents:

- A. Certificate of No Objection Regarding Debtors' Application for Entry of an Order Authorizing Retention and Employment of Morris, Nichols, Arsht & Tunnell LLP as Bankruptcy Counsel for the Debtors *Nunc Pro Tunc* to the Petition Date ([D.I. 192](#), filed 5/19/25); and
- B. Order Authorizing Retention and Employment of Morris, Nichols, Arsht & Tunnell LLP as Bankruptcy Counsel for the Debtors *Nunc Pro Tunc* to the Petition Date ([D.I. 198](#), entered 5/19/25).

Status: An order has been entered. No hearing is necessary.

- 2. Application of Debtors for Entry of an Order (I) Approving the Retention and Employment of Epiq Corporate Restructuring, LLC as Administrative Advisor *Nunc Pro Tunc* to the Petition Date and (II) Granting Related Relief ([D.I. 99](#), filed 4/25/25).

Objection Deadline: May 9, 2025, at 4:00 p.m. (ET); extended to May 13, 2025, at 4:00 p.m. (ET) for the Office of the United States Trustee (the "U.S. Trustee").

Responses Received:

- A. Informal comments from the U.S. Trustee.

Related Documents:

- A. Supplemental Declaration of Kathryn Tran in Support of Application of Debtors for Entry of an Order (I) Approving the Retention and Employment of Epiq Corporate Restructuring, LLC as Administrative Advisor *Nunc Pro Tunc* to the Petition Date and (II) Granting Related Relief ([D.I. 190](#), filed 5/19/25);
- B. Certificate of No Objection Regarding Application of Debtors for Entry of an Order (I) Approving the Retention and Employment of Epiq Corporate Restructuring, LLC as Administrative Advisor *Nunc Pro Tunc* to the Petition Date and (II) Granting Related Relief ([D.I. 191](#), filed 5/19/25);
- C. Order (I) Approving the Retention and Employment of Epiq Corporate Restructuring, LLC as Administrative Advisor *Nunc Pro Tunc* to the Petition Date and (II) Granting Related Relief ([D.I. 197](#), entered 5/19/25).

Status: An order has been entered. No hearing is necessary.

MATTERS UNDER CERTIFICATION

3. Debtors' Application for Entry of an Order (I) Authorizing the Retention and Employment of Livingstone Partners LLC as Investment Banker for the Debtors Effective *Nunc Pro Tunc* to the Petition Date, (II) Modifying Certain Timekeeping Requirements, and (III) Granting Related Relief ([D.I. 100](#), filed 4/25/25).

Objection Deadline: May 9, 2025, at 4:00 p.m. (ET); extended to May 13, 2025, at 4:00 p.m. (ET) for the U.S. Trustee.

Responses Received:

- A. Informal comments from the U.S. Trustee.

Related Documents:

- A. Certification of Counsel Regarding Debtors' Application for Entry of an Order (I) Authorizing the Retention and Employment of Livingstone Partners LLC as Investment Banker for the Debtors Effective *Nunc Pro Tunc* to the Petition Date, (II) Modifying Certain Timekeeping Requirements, and (III) Granting Related Relief ([D.I. 196](#), filed 5/19/25); and

- B. Order (I) Authorizing the Retention and Employment of Livingstone Partners LLC as Investment Banker for the Debtors Effective *Nunc Pro Tunc* to the Petition Date, (II) Modifying Certain Timekeeping Requirements, and (III) Granting Related Relief ([D.I. 204](#), entered 5/20/25).**

Status: An order has been entered. No hearing is necessary.

4. Debtors' Application for Entry of an Order, Pursuant to Sections 105(a) and 363(b) of the Bankruptcy Code, Authorizing and Approving (I) the Retention and Employment of Novo Advisors LLC; (II) the Designation of Michael Ragano as Chief Restructuring Officer *Nunc Pro Tunc* to the Petition Date; and (III) Granting Related Relief ([D.I. 101](#), filed 4/25/25).

Objection Deadline: May 9, 2025, at 4:00 p.m. (ET); extended to May 13, 2025, at 4:00 p.m. (ET) for the U.S. Trustee.

Responses Received:

- A. Informal comments from the U.S. Trustee.

Related Documents:

- A. Supplemental Declaration of Michael Ragano in Support of Debtors' Application or Entry of an Order, Pursuant to Sections 105(a) and 363(b) of the Bankruptcy Code, Authorizing and Approving (I) the Retention and Employment of Novo Advisors LLC;

(II) the Designation of Michael Ragano as Chief Restructuring Officer *Nunc Pro Tunc* to the Petition Date; and (III) Granting Related Relief ([D.I. 194](#), filed 5/19/25); and

B. Certification of Counsel Regarding Debtors' Application for Entry of an Order, Pursuant to Sections 105(a) and 363(b) of the Bankruptcy Code, Authorizing and Approving (I) the Retention and Employment of Novo Advisors LLC; (II) the Designation of Michael Ragano as Chief Restructuring Officer *Nunc Pro Tunc* to the Petition Date; and (III) Granting Related Relief ([D.I. 195](#), filed 5/19/25); and

C. Order, Pursuant to Sections 105(a) and 363(b) of the Bankruptcy Code, Authorizing and Approving (I) The Retention and Employment of Novo Advisors LLC; (II) The Designation of Michael Ragano as Chief Restructuring Officer *Nunc Pro Tunc* to the Petition Date; and (III) Granting Related Relief ([D.I. 206](#), entered 5/20/25).

Status: An order has been entered. No hearing is necessary.

5. Debtors' Omnibus Second Motion for Entry of an Order (I) Authorizing the Debtors to Reject Certain Employment Agreements *Nunc Pro Tunc* to the Rejection Date and (II) Granting Related Relief ([D.I. 143](#), filed 5/2/25).

Objection Deadline: May 15, 2025, at 4:00 p.m. (ET).

Responses Received: None.

Related Documents:

A. Certificate of No Objection Regarding Debtors' Omnibus Second Motion for Entry of an Order (I) Authorizing the Debtors to Reject Certain Employment Agreements *Nunc Pro Tunc* to the Rejection Date and (II) Granting Related Relief ([D.I. 193](#), filed 5/19/25); and

B. Order (I) Authorizing the Debtors to Reject Certain Employment Agreements *Nunc Pro Tunc* to the Rejection Date and (II) Granting Related Relief ([D.I. 202](#), entered 5/20/25).

Status: An order has been entered. No hearing is necessary.

6. Debtors' Motion for an Order Authorizing the Retention and Employment of Professionals Used in the Ordinary Course of Business *Nunc Pro Tunc* to the Petition Date ([D.I. 171](#), filed 5/12/25).

Objection Deadline: May 19, 2025, at 4:00 p.m. (ET).

Responses Received: Informal comments from the U.S. Trustee.

Related Documents:

- A. Debtors' Motion to Shorten Notice of Debtors' Motion for an Order Authorizing the Retention and Employment of Professionals Used in the Ordinary Course of Business *Nunc Pro Tunc* to the Petition Date ([D.I. 172](#), filed 5/12/25);
- B. Order Shortening Notice of Debtors' Motion for an Order Authorizing the Retention and Employment of Professionals Used in the Ordinary Course of Business *Nunc Pro Tunc* to the Petition Date ([D.I. 173](#), entered 5/13/25);
- C. Notice of Debtors' Motion for an Order Authorizing the Retention and Employment of Professionals Used in the Ordinary Course of Business *Nunc Pro Tunc* to the Petition Date ([D.I. 179](#), filed on 5/13/25); and
- D. Certification of Counsel Regarding Debtors' Motion for an Order Authorizing the Retention and Employment of Professionals Used in the Ordinary Course of Business *Nunc Pro Tunc* to the Petition Date ([D.I. 199](#), filed 5/20/25); **and**
- E. **Order Authorizing the Retention and Employment of Professionals Used in the Ordinary Course of Business *Nunc Pro Tunc* to the Petition Date ([D.I. 205](#), entered 5/20/25).**

Status: An order has been entered. No hearing is necessary.

MATTERS GOING FORWARD

- 7. Debtors' Motion for (I) an Order Pursuant to Sections 105, 363, 364, 365 and 541 of the Bankruptcy Code, Bankruptcy Rules 2002, 6004, 6006 and 9007 and Del. Bankr. L.R. 2002-1 and 6004-1 (A) Approving Bid Procedures for the Sale of Substantially All of the Debtors' Assets; (B) Approving the Debtors' Entry Into Stalking Horse Agreement and Related Bid Protections (C) Approving Procedures for the Assumption and Assignment or Rejection of Designated Executory Contracts and Unexpired Leases; (D) Scheduling an Auction and Sale Hearing; (E) Approving Forms and Manner of Notice of Respective Dates, Times, and Places in Connection Therewith; and (F) Granting Related Relief; (II) an Order (A) Approving the Sale of the Debtors' Assets Free and Clear of Claims, Liens, and Encumbrances; and (B) Approving the Assumption and Assignment of Designated Executory Contracts and Unexpired Leases; and (III) Certain Related Relief ([D.I. 15](#), filed 4/8/25).

Cure Objection Deadline: May 12, 2025, at 4:00 p.m. (ET).

Cure Objections Received:

- A. Limited Objection of TREA Riverside 202 Industrial LLC to Amended Notice of (I) Possible Treatment of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto ([D.I. 167](#), filed 5/12/25).

Sale Objection Deadline: May 12, 2025, at 4:00 p.m. (ET).

Sale Objections Received:

- A. Objection of the Official Committee of Unsecured Creditors to the Debtors' Motion for Entry of an Order Approving the Sale of Substantially All of the Debtors' Assets ([D.I. 168](#), filed 5/12/25);
- B. United States Trustee's Objection to Debtors' Motion for (I) An Order Pursuant to Sections 105, 363, 364, 365 and 541 of the Bankruptcy Code, Bankruptcy Rules 2002, 6004, 6006 and 9007 and Del. Bankr. L.R. 2002-1 and 6004-1 (A) Approving Bid Procedures for the Sale of Substantially All of the Debtors' Assets; (B) Approving the Debtors' Entry Into Stalking Horse Agreement and Related Bid Protections; (C) Approving Procedures for the Assumption and Assignment or Rejection of Designated Executory Contracts and Unexpired Leases; (D) Scheduling an Auction and Sale Hearing; (E) Approving Forms and Manner of Notice of Respective Dates, Times, and Places in Connection Therewith; and (F) Granting Related Relief; (II) An Order (A) Approving the Sale of the Debtors' Assets Free and Clear of Claims, Liens, and Encumbrances; and (B) Approving the Assumption and Assignment of Designated Executory Contracts and Unexpired Leases; and (III) Certain Related Relief ([D.I. 169](#), filed 5/12/25);
- C. Objection and Reservation of Rights of the Ad Hoc Group of Section 503(b)(9) Claimants to the Sale of Substantially All the Debtors' Assets ([D.I. 187](#), filed 5/19/25); and
- D. Supplemental Objection of the Official Committee of Unsecured Creditors to the Debtors' Motion for Entry of an Order Approving the Sale of Substantially All of the Debtors' Assets to Sofidel America Corp. ([D.I. 189](#), filed 5/19/25).

Related Documents:

- A. Notice of (I) Possible Treatment of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto ([D.I. 66](#), filed 4/15/25);
- B. Notice of Sale, Bid Procedures, Auction and Sale Hearing ([D.I. 67](#), filed 4/15/25);
- C. Amended Notice of (I) Possible Treatment of Contracts and Leases (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto ([D.I. 106](#), filed 4/29/25);
- D. Response of NXT Capital, LLC, as Prepetition Agent and Postpetition Agent, to Objection of the Official Committee of Unsecured Creditors and Objection of the United States Trustee to the Debtors' DIP Financing Motion ([D.I. 117](#), filed 4/30/25);
- E. Debtors' Reply in Support of Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (III) Granting Adequate Protection to the Prepetition Lenders,

- (IV) Modifying the Automatic Stay, (V) Scheduling a Final Hearing and (VI) Granting Related Relief ([D.I. 120](#), filed 4/30/25);
- F. Declaration of Joseph Greenwood in Support of (I) Bid Procedures and Sale Motion and (II) DIP Financing and Cash Collateral Motion ([D.I. 128](#), filed 5/1/25);
- G. Declaration of Michael Ragano in Support of (I) Bid Procedures and Sale Motion and (II) DIP Financing and Cash Collateral Motion ([D.I. 129](#), filed 5/1/25);
- H. Final Order (I) Authorizing the Debtors to (A) Use Cash Collateral; (B) Incur Postpetition Debt; and (C) Grant Adequate Protection and Provide Security and Other Relief to NXT Capital, LLC as Agent and the Lenders ([D.I. 146](#), entered 5/5/25);
- I. Supplemental Notice of Sale Hearing ([D.I. 147](#), filed 5/5/25);
- J. Order Pursuant to Sections 105, 363, 364, 365 and 541 of the Bankruptcy Code, Bankruptcy Rules 2002, 6004, 6006 and 9007 and Del. Bankr. L.R. 2002-1 and 6004-1 (A) Approving Bid Procedures for the Sale of Substantially All of the Debtors' Assets; (B) Approving the Debtors' Entry Into Stalking Horse Agreement and Related Bid Protections (C) Approving Procedures for the Assumption and Assignment or Rejection of Designated Executory Contracts and Unexpired Leases; (D) Scheduling an Auction and Sale Hearing; (E) Approving Forms and Manner of Notice of Respective Dates, Times, and Places in Connection Therewith; and (F) Granting Related Relief ([D.I. 149](#), entered 5/6/25);
- K. Certificate of Service ([D.I. 166](#), filed 5/9/25);
- L. Certificate of Service ([D.I. 177](#), filed 5/13/25);
- M. Notice of Successful Bidder, Back-Up Bidder, and Auction Results for the Sale of the Acquired Assets ([D.I. 186](#), filed on 5/26/25); and
- N. Debtors' Witness and Exhibit List for May 22, 2025 Hearing ([D.I. 188](#), filed 5/19/25);
- O. Response of NXT Capital, LLC, as Prepetition Agent and Postpetition Agent, to Objections of the Official Committee of Unsecured Creditors, the United States Trustee, and the Ad Hoc Group of 503(b)(9) Claimants to Debtors' Motion for Entry of an Order Approving the Sale of Substantially All of the Debtors' Assets ([D.I. 201](#), filed 5/20/25);**
- P. Motion of NXT Capital, LLC for Entry of an Order Granting NXT Capital, LLC Leave to File Its Response to Objections of the Official Committee of Unsecured Creditors, the United States Trustee, and the Ad Hoc Group of 503(b)(9) Claimants to Debtors' Motion for Entry of an Order Approving the Sale of Substantially All of the Debtors' Assets ([D.I. 203](#), filed 5/20/25);**

- Q. **Order Granting NXT Capital, LLC Leave to File Its Response to Objections of the Official Committee of Unsecured Creditors, the United States Trustee, and the Ad Hoc Group of 503(b)(9) Claimants to Debtors' Motion for Entry of an Order Approving the Sale of Substantially All of the Debtors' Assets ([D.I. 207](#), entered 5/20/25);**
- R. **Notice of Auction Transcript ([D.I. 209](#), filed 5/20/25);**
- S. **Notice of Filing Successful Bidder APA ([D.I. 210](#), filed 5/20/25);**
- T. **Notice of Revised Order (I) Approving the Sale of the Debtors' Assets Free and Clear of Claims, Liens, and Encumbrances, (II) Approving the Assumption and Assignment of Designated Executory Contracts and Unexpired Leases, and (III) Granting Related Relief ([D.I. 213](#), filed 5/21/25);**
- U. **Declaration of Joseph Greenwood in Support of Debtors' Motion for Entry of an Order (I) Approving the Sale of the Debtors' Assets Free and Clear of Claims, Liens, and Encumbrances, (II) Approving the Assumption and Assignment of Designated Executory Contracts and Unexpired Leases, and (III) Granting Related Relief ([D.I. 215](#), filed 5/21/25); and**
- V. **Declaration of Michael Ragano in Support of Debtors' Motion for Entry of an Order (I) Approving the Sale of the Debtors' Assets Free and Clear of Claims, Liens, and Encumbrances, (II) Approving the Assumption and Assignment of Designated Executory Contracts and Unexpired Leases, and (III) Granting Related Relief ([D.I. 216](#), filed 5/21/25).**

Status: The Debtors have reached a global settlement with the Committee and the Ad Hoc Group of Section 503(b)(9) Claimants that will be presented to the Court at the hearing.

- 8. Debtors' Motion for Entry of an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals ([D.I. 114](#), filed 4/30/25).

Objection Deadline: May 13, 2025, at 4:00 p.m. (ET).

Responses Received:

A. Informal comments from the U.S. Trustee.

Related Documents: None.

Status: This matter is going forward.

Dated: May 21, 2025
Wilmington, Delaware

Respectfully submitted,

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Brianna N. V. Turner

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